Form **990-PF** — Department of the Treasury, Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www irs gov/form990pf

OMB No 1545-0052 — **2016** — Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: WILLIAM A. BURTON CHARITABLE TRUST 2212002418

A Employer identification number: 27-6471989

Number and street (or P O box number if mail is not delivered to street address) Room/suite: REGIONS BANK TRUST DEPT, P O BOX 2886

B Telephone number (see instructions): 251-690-1024

City or town, state or province, country, and ZIP or foreign postal code: MOBILE, AL 36652-2886

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 526,505.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	12,435.	11,531.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-6,658.			
	b Gross sales price for all assets on line 6a 392,931.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	142.			
	12 **Total** Add lines 1 through 11	5,919.	11,531.		STMT 2
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	8,500.	6,800.		1,700.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	900.	NONE	NONE	900.
	c Other professional fees (attach schedule) STMT 4	832.	832.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	293.	171.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	34.	34.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	10,559.	7,837.	NONE	2,600.
	25 Contributions, gifts, grants paid	18,855.			18,855.
	26 Total expenses and disbursements Add lines 24 and 25	29,414.	7,837.	NONE	21,455.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-23,495.			
	b **Net investment income** (if negative, enter -0-)		3,694.		
	c **Adjusted net income** (if negative, enter -0-)				

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Form **990-PF** (2016)

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing		NONE	
	2 Savings and temporary cash investments	9,543.	8,389.	8,389.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 7	210,880.	350,791.	370,915.
	c Investments - corporate bonds (attach schedule) STMT 15	310,894.	148,382.	147,201.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	531,317.	507,562.	526,505.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ X			
	27 Capital stock, trust principal, or current funds	531,317.	507,562.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	531,317.	507,562.	
	31 Total liabilities and net assets/fund balances (see instructions)	531,317.	507,562.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	531,317.
2	Enter amount from Part I, line 27a	2	-23,495.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	507,822.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 16	5	260.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	507,562.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	392,931.		399,589.	-6,658.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				-6,658.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** -6,658.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . . **3**

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? [X] Yes [ ] No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015			
2014			
2013			
2012			
2011			

2	**Total** of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.	3	
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	74.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	74.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	74.
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	64.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	84.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	148.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	74.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 74. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ REGIONS BANK TRUST DEPT Telephone no ▶ (251)690-1024

Located at ▶ 11 N. WATER STREET, 25TH FLOOR, MOBILE, AL ZIP+4 ▶ 36602

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☒ Yes ☐ No If "Yes," list the years ▶ 2015 , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b	X	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☒ Yes ☐ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? STMT. 17 ☒ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REGIONS BANK 151 MAJOR REYNOLDS PLACE, KNOXVILLE, TN 37919	TRUSTEE 1	9,332	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		-0-	-0-	-0-

Total number of other employees paid over $50,000 ▶ NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation s four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	539,146.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	539,146.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	539,146.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,087.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	531,059.
6	**Minimum investment return.** Enter 5% of line 5	6	26,553.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	26,553.
2a	Tax on investment income for 2016 from Part VI, line 5 . . . 2a 74.		
b	Income tax for 2016 (This does not include the tax from Part VI.) . . 2b		
c	Add lines 2a and 2b	2c	74.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	26,479.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	26,479.
6	Deduction from distributable amount (see instructions)	6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	26,479.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	21,455.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	21,455.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	21,455.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				26,479.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			25,138.	
b Total for prior years 20 14 ,20 ___ ,20 ___		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011 ... NONE				
b From 2012 ... NONE				
c From 2013 ... NONE				
d From 2014 ... NONE				
e From 2015 ... NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 21,455.				
a Applied to 2015, but not more than line 2a			21,455.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				NONE
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions			3,683.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				26,479.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012 ... NONE				
b Excess from 2013 ... NONE				
c Excess from 2014 ... NONE				
d Excess from 2015 ... NONE				
e Excess from 2016 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed.

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines.

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE BOARD OF PENSIONS OF THE PRESBYTERIAN CHU 2000 MARKET STREET PHILADELPHIA PA 19103	NONE	PC	RELIGIOUS	6,285.
SPRING CITY CEMETERY ATTN: DONNA VAUGHN PO BOX 129 SPRING CITY TN 37381	NONE	NC	CHARITABLE	6,285.
OAKDALE UNITED METHODIST CHURCH ATTN EDIE PAR PO BOX 176 OAKDALE TN 37829	NONE	PC	RELIGIOUS	6,285.
Total . . . . ▶ 3a				18,855.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	12,435.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-6,658.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			14	142.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				5,919.	

13 Total Add line 12, columns (b), (d), and (e) . . . . . 13 5,919.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)	X	
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1a(1)	6,285.	SPRING CITY CEMETERY	MAINTAIN CEMETERY

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Gregory C. Prince | 10/25/2017 | TRUST OFFICER

Signature of officer or trustee | Date | Title

REGIONS BANK, TRUSTEE

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
SHAWN P. HANLON	CPA	10/25/2017	X	P00965923

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219 — Phone no 412-355-6000

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	982.	982.
FOREIGN DIVIDENDS	1,148.	1,148.
NONDIVIDEND DISTRIBUTIONS	904.	
DOMESTIC DIVIDENDS	2,010.	2,010.
OTHER INTEREST	16.	16.
NONQUALIFIED FOREIGN DIVIDENDS	75.	75.
NONQUALIFIED DOMESTIC DIVIDENDS	7,300.	7,300.
TOTAL	12,435.	11,531.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		142.
	TOTALS	142.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	900.			900.
TOTALS	900.	NONE	NONE	900.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	832.	832.
TOTALS	832.	832.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	114.	114.
FEDERAL TAX PAYMENT - PRIOR YE	122.	
FOREIGN TAXES ON QUALIFIED FOR	32.	32.
FOREIGN TAXES ON NONQUALIFIED	25.	25.
TOTALS	293.	171.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NONALLOCABLE EXPENSES -	34.	34.
TOTALS	34.	34.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AKAMAI TECH. INC	1,791.	1,934.
AMPHENOL CORP CL A	1,245.	1,949.
ANSYS INC	1,248.	1,295.
APTARGROUP INC	388.	441.
COGNIZANT TECH. SOL CL A	1,262.	1,401.
COSTCO WHOLESALE CORP	1,765.	2,081.
DANAHER CORP DEL	1,892.	2,024.
DAVITA HEALTHCARE PARTNERS INC	1,167.	1,284.
DONALDSON INC	379.	547.
DRIL-QUIP INC	904.	661.
ECOLAB INC	1,845.	1,993.
EXPONET INC	380.	603.
GREENHILL & CO INC		
GROUP 1 AUTOMOTIVE INC		
INTUITIVE SURGICAL INC	1,499.	1,903.
J P MORGAN CHASE & CO	919.	1,208.
JOHNSON & JOHNSON	370.	461.
LAUDER ESTEE COS INC CL A	1,719.	1,759.
MARKETAXESS HOLDINGS INC	393.	882.
MEAD JOHNSON NUTRITION COMPANY	1,375.	1,203.
MEDNAX INC	218.	267.
METLIFE INC	1,502.	1,671.
OCCIENTAL PETE CORP	2,306.	2,137.
PRICESMART INC	569.	418.
QUALCOMM INC	982.	1,304.
RBC BEARINGS INC.	346.	464.
SALESFORCE.COM INC	1,155.	1,438.
SCHLUMBERGER LTD	739.	840.
STARBUCKS CORP	2,042.	2,276.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TARGET CORP	454.	506.
TORO CO	437.	671.
VERIZON COMMUNICATIONS	1,026.	1,174.
VISA INC CLASS A	1,764.	2,419.
WABTEC	987.	1,245.
BHP BILLITON PLC	285.	429.
BP PLC SPONSORED	1,470.	1,420.
BRITISH AMERN TOB PLC	531.	563.
PRUDENTIAL PLC ADR	564.	637.
SAMPO OYJ A SHS UNSP	383.	382.
SEVEN & I HOLDINGS CO LTD	309.	286.
STATOIL ASA SPON	219.	237.
SWEDBANK AB	236.	291.
TELENOR ASA ADS	189.	195.
ACCENTURE PLC SEDOL	235.	234.
GENPACT LIMITED	860.	1,290.
CORE LABORATORIES N V	533.	600.
ARTISAN PARTNERS ASSET MGMT	756.	625.
TEXAS INSTRUMENTS INC	469.	657.
TRIPADVISOR INC. - W/I	1,809.	1,298.
US BANCORP DEL	1,439.	1,798.
CANADIAN NATIONAL RAILWAY	189.	202.
CARLSBERG A/S - B - SPON ADR	327.	311.
SAP SE ONE ADR REPRS	424.	432.
SOFTBANK CORP- UNSPON ADR	247.	333.
EATON CORP PLC	558.	671.
ABAXIS, INC.	622.	792.
ABBVIE INC	1,248.	1,440.
ACTELION LTD - UNSP ADR	241.	380.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ACTIVISION BLIZZARD INC	450.	542.
ADOBE SYSTEMS INC	1,440.	1,544.
AGILENT TECHNOLOGIES INC	149.	182.
ALBEMARLE CORP	434.	689.
ALEXION PHARMACEUTICALS INC	1,617.	1,468.
ALLEGHENY TECHNOLOGIES INC	91.	127.
ALPHABET INC CA-CL A	639.	792.
ALPHABET INC CA-CL C	1,122.	1,544.
AMAZON.COM INC	1,175.	2,250.
AMERICAN TOWER CORPORATION CL	613.	740.
AMERISOURCEBERGEN CORP	434.	391.
ANHEUSER BUSCH INBEV SPONSOR A	696.	633.
AON PLC	280.	335.
ASHTEAD GROUP PLC UNSPONSORED	97.	156.
ASPEN TECHNOLOGY INC	594.	984.
ASSA ABLY AB	428.	410.
ASSOC BRITISH FOODS-UNSP ADR	189.	136.
AUTODESK INC	299.	444.
AUTOHOME INC ADR	799.	860.
BANCA MEDIOLANUM SPA - ADR	150.	130.
BARON EMERGING MARKETS INST	22,103.	21,523.
BB&T CORP	840.	1,223.
BIO-RAD LABORATORIES INC CL A	260.	365.
BLACK KNIGHT FINANCIAL CLASS A	316.	302.
BOEING CO	1,151.	1,557.
BOK FINANCIAL CORPORATION	690.	913.
BORG WARNER INC	256.	316.
BOSTON PROPERTIES INC	224.	252.
C H ROBINSON WORLDWIDE INC	298.	293.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CABOT CORP	172.	202.
CAPGEMINI SA - UNSPONSOR ADR	212.	203.
CARDINAL HEALTH INC	427.	432.
CATERPILLAR INC	456.	649.
CBRE GROUP INC	377.	472.
CDW CORP/DE	801.	1,094.
CHEVRON CORP	1,317.	1,766.
CHUBB LIMITED	670.	925.
CIE FINANCIERE RICH - UNSP ADR	157.	159.
CIMAREX ENERGY CO	206.	272.
CISCO SYSTEMS INC	1,533.	1,753.
COMPASS GROUP PLC ADR	375.	389.
CONOCOPHILLIPS	553.	652.
CONTINENTAL AG SPONSORED ADR	198.	155.
CONTINENTAL RESOURCES INC OK	262.	412.
COPART INC	642.	997.
CR BARD INC	377.	449.
CSX CORP	345.	503.
CUMMINS INC	270.	410.
D R HORTON INC	548.	601.
DAIWA HOUSE INDUS UNSPONSORED	555.	575.
DARDEN RESTAURANTS INC	307.	364.
DENTSPLY SIRONA INC	339.	346.
DEXCOM INC	1,383.	1,015.
DOVER CORP	182.	225.
EASTMAN CHEMICAL CO	375.	451.
EATON VANCE CORP COM NON VTG	232.	335.
ECHOSTAR CORPORATION	218.	308.
ELI LILLY & CO	1,306.	1,324.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EXELON CORP	654.	745.
FACEBOOK INC - A	1,791.	2,301.
FACTSET RESH SYSTEM INC	774.	817.
FANUC CORPORATION	203.	221.
FIDELITY NATIONAL FINANCIAL	626.	645.
FLEETCOR TECHNOLOGIES INC	1,264.	1,132.
FORD MOTOR COMPANY COM PAR $0.	860.	861.
FORTIVE CORPORATION	1,236.	1,394.
FOX FACTORY HOLDING CORP	372.	416.
FRECENIUS SE & CO KGAA - SPON	269.	333.
GATX CORP	280.	431.
GEA GROUP AG - SPON ADR	179.	161.
GENERAL DYNAMICS CORP	406.	518.
GLOBAL PMTS INC	412.	486.
GRACO INC	606.	665.
HARRIS CORP	825.	1,127.
HEALTHSOUTH CORP	722.	866.
HELMERICH & PAYNE INC	648.	774.
HENRY JACK & ASSOC INC	414.	444.
HFF INC -CLASS A	484.	605.
IBM CORP	1,072.	1,162.
INFORMA PLC -SP ADR	313.	269.
INTERCONTINENTALEXCHANGE	496.	564.
INTUIT INC	680.	802.
INVESCO LTD	498.	576.
JAPAN TOBACCO INC UNSPONSORED	395.	396.
JO HAMBRO INTERNATIONAL SELECT	11,088.	11,671.
KBC GROEP NV UNSP ADR	154.	186.
KDDI CORPORATION - UNSPONSORED	368.	355.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
KEYCORP	258.	438.
KEYSIGHT TECHNOLOGIES INC	140.	219.
KOMATSU LTD SPON ADR NEW ONE A	155.	227.
KONINKLIJKE PHILIPS N.V. SP AD	1,309.	1,376.
L BRANDS INC.	510.	461.
LABORATORY CORP OF AMERICA CO	325.	385.
LYONDELLBASELL INDUSTRIES - CL	1,063.	1,115.
M & T BK CORP	1,389.	2,034.
MAINGATE MLP FUND	11,205.	11,476.
MAKITA CORP	350.	403.
MASCO CORP	386.	443.
MATTEL INC	634.	551.
MFS CORPORATE BOND I	30,400.	30,202.
MICROSOFT CORP	1,246.	1,491.
MORGAN STANLEY GROUP INC	712.	718.
MOSAIC CO - WI	931.	997.
NEWFIELD EXPL CO	194.	365.
NOVARTIS A G ADR ONE ADR REPRS	664.	656.
NXP SEMICONDUCTORS NV	1,592.	1,862.
OLD DOMINION FGHT LINES INC	759.	858.
PACKAGING CORP OF AMERICA	629.	1,187.
PAYPAL HOLDINGS INC W/I	1,550.	1,579.
PEPSICO INC	1,292.	1,360.
PHILLIPS 66	480.	518.
POLARIS INDS INC	535.	577.
POOL CORPORATION	487.	626.
PRIMERICA INC	732.	1,176.
PROCTER & GAMBLE CO	1,144.	1,177.
PROGRESSIVE CORP OHIO	319.	355.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PRUDENTIAL HIGH YIELD FUND CL	30,951.	33,005.
RAYMOND JAMES FINL INC	307.	485.
RED ELECTRICA CORPORATION SA -	269.	255.
REED ELSEVIER PLC - SPON ADR	300.	305.
REINSURANCE GROUP OF AMERICA	359.	503.
RENAISSANCE RE HLDGS LTD	346.	409.
REPUBLIC SVCS INC CL A	1,689.	2,111.
RLI CORP	442.	442.
ROPER TECHNOLOGIES INC	1,614.	1,648.
ROYAL DUTCH SHELL PLC-ADR	314.	381.
ROYAL KPN NV	188.	145.
RYANAIR HOLDINGS PLC SP ADR	223.	250.
RYOHIN KEIKAKU CO LTD UNSP ADR	247.	236.
SBA COMMUNICATIONS CORP	1,428.	1,549.
SCOTTS MIRACLE-GRO CO - CL A	265.	382.
SEALED AIR CORP	562.	589.
SHIRE PLC SPONSORED ADR ONE AD	328.	341.
SHUTTERSTOCK INC.	742.	1,140.
SIGNET JEWELERS LTD	210.	189.
SMITH (A.O.) CORP	49.	47.
SNAP ON INC	580.	685.
SONY CORP SPONSORED ADR ONE AD	197.	252.
STANLEY BLACK & DECKER INC.	920.	1,147.
STIFEL FINL CORP	218.	350.
SUMITOMO MITSUI FINL GROUP INC	312.	443.
SUNCOR ENERGY INC	273.	294.
SYNCHRONY FINANCIAL	413.	544.
SYNOPSYS INC	266.	353.
TE CONNECTIVITY LTD SEDOL	916.	1,108.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TELEDYNE TECHNOLOGIES INC	746.	1,107.
TEVA PHARMACEUTICAL INDS SPONS	458.	290.
TJX COS INC	714.	751.
TOTAL SYS SVCS INC	358.	343.
UNDER ARMOUR INC CLASS A	768.	494.
UNDER ARMOUR INC CLASS C	1,043.	705.
UNILEVER PLC SPONSORED ADR ONE	392.	366.
UNION PAC CORP	423.	518.
VALEO SA	277.	346.
VALERO ENERGY CORP	554.	615.
VANGUARD TOTAL BOND MARKET IND	104,372.	100,794.
VINCI SA	315.	307.
VWR CORP	267.	225.
WABCO HOLDINGS INC	953.	955.
WAL MART STORES INC	1,160.	1,244.
WEC ENERGY GROUP INC	283.	293.
WOLSELEY PLC ADR	361.	423.
WOLTERS KLUWER N V SPONSORED A	312.	327.
WOODWARD INC	234.	345.
WORLDPAY GROUP PLC - UNSP ADR	166.	140.
XILINX INC	388.	483.
TOTALS	350,791.	370,915.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TCW CORE FIXED INC FD	29,631.	29,636.
TEMPLETON GLOBAL BD FD ADV	17,491.	16,654.
FIDELITY INVST GRADE BD	101,260.	100,911.
JOHN HANCOCK FUNDS III		
JPMORGAN CORE BOND FUND CL S		
PIMCO FOREIGN BOND #103		
TOTALS	148,382.	147,201.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
COST BASIS ADJUSTMENT	81.
TIMING DIFFERENCE	179.
TOTAL	260.

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

NAME:
SPRING CITY CEMETERY ASSOCIATION
ADDRESS:
P.O. BOX 129
SPRING CITY, TN 37381
GRANT DATE: 12/16/2016
GRANT AMOUNT .... 6,285.
GRANT PURPOSE:
CEMETERY GROUND MAINTENANCE, AND TREE TRIMMING AND REMOVAL
ANY DIVERSION BY GRANTEE:
NONE
DATES OF REPORTS BY GRANTEE:
10/23/2017
DATE OF VERIFICATION: 10/24/2017
RESULTS OF VERIFICATION:
FOUND NO ISSUES